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 of Lehman Brothers Creditors

**UNITED STATES BANKRUPTCY COURT  
 SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	: <b>Chapter 11</b>
	:
<b>LEHMAN BROTHERS HOLDINGS INC., et al.,</b>	: <b>Case No. 08-13555 (JMP)</b>
	:
<b>Debtors.</b>	: <b>Jointly Administered</b>
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**STATEMENT OF AD HOC GROUP OF  
 LEHMAN BROTHERS CREDITORS IN SUPPORT OF  
 MOTION OF LEHMAN COMMERCIAL PAPER INC. PURSUANT  
 TO SECTION 363 OF THE BANKRUPTCY CODE AND BANKRUPTCY  
RULE 6004 FOR AUTHORIZATION TO PURCHASE FAIRPOINT PARTICIPATION**

TO THE HONORABLE JAMES M. PECK,  
 UNITED STATES BANKRUPTCY JUDGE:

The Ad Hoc Group of Lehman Brothers Creditors (the “Group”), through its undersigned counsel, hereby files this statement in support of the Motion of Lehman Commercial Paper, Inc. Pursuant to Section 363 of the Bankruptcy Code and Bankruptcy Rule 6004 for Authorization to Purchase Fairpoint Participation (the “Motion”) [Docket No. 5199] filed by Lehman Commercial Paper, Inc. (“LCPI,” and together with its affiliated debtors in the above-referenced chapter 11 cases, the “Debtors”). In support of the Motion, the Group respectfully states as follows:

1. By the Motion, the Debtors seek to preserve the ability of LCPI to realize the full value of its investment in the Fairpoint Loan<sup>1</sup> by purchasing the Fairpoint Participation from a securitization trust. The Group has consulted with the Debtors and the Creditors' Committee regarding the merits of the proposed transaction and based on such consultation and upon the Group's own analysis, the Group supports the Motion for the reasons set forth herein.

2. At the outset, the Group notes that according to the Motion, LCPI believes that the purchase of the FairPoint Participation is in the ordinary course of its business, and as a result, does not require authorization from the Court. (Motion at ¶ 2). However, the Group believes that all parties in interest in these cases are better served by an open and transparent process that includes Court approval of the type of transactions sought by the Motion. The Group compliments the Creditors' Committee for requesting that the Debtors seek Court approval of the Motion and believes that the Debtors should seek Court approval of all similar types of transactions.

3. The Group is informed by a strong desire to maximize value for the Debtors' estates, of which the Group comprises some of the most significant third party creditors. The Group believes that value will be maximized by a speedy resolution of these cases that returns value to creditors through a managed liquidation of assets over time.

4. Based on the Group's consultation with the Debtors, the Group supports the Debtor's relief because absent LCPI's purchase of the Fairpoint Participation, LCPI's interest in a related real estate securitization vehicle could be put at risk. Thus, by purchasing the Fairpoint Participation, LCPI is preserving value for its estate, and by extension, for the Debtors' creditors.

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<sup>1</sup> Capitalized terms used, but not defined herein, shall have the meaning ascribed to such terms in the Motion.

WHEREFORE, for the foregoing reasons, the Group requests that the Court grant the relief set forth in the Motion.

Dated: October 6, 2009  
New York, New York

Respectfully submitted,

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By: /s/ Gerard Uzzi  
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